UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934 Release No. 71428 / January 28, 2014

ADMINISTRATIVE PROCEEDING File No. 3-15697

:

In the Matter of

THOMAS C. CONRADT, ESQ.,

Respondent.

ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS PURSUANT TO RULE

102(e) OF THE COMMISSION'S RULES OF

PRACTICE, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTIONS

: _:

I.

The Securities and Exchange Commission ("Commission") deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted against Thomas C. Conradt ("Respondent" or "Conradt") pursuant to Rule 102(e)(3)(i) of the Commission's Rules of Practice.¹

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, . . . suspend from appearing or practicing before it any attorney . . . who has been by name (A) [p]ermanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violating or aiding and abetting the violation of any provision of the Federal securities laws or of the rules and regulations thereunder; or (B) [f]ound by any court of competent jurisdiction in an action brought by the Commission to which he or she is a party ... to have violated (unless the violation was found not to have been willful) or aided and abetted the violation of any provision of the Federal securities laws or of the rules and regulations thereunder.

¹ Rule 102(e)(3)(i) provides, in relevant part, that:

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the "Offer") which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and admitting the Commission's jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.2. below, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

- 1. Conradt, age 35, resides in Denver, Colorado. Conradt is licensed to practice law in Maryland. From September 2008 through October 2009, Conradt was a registered representative associated with a broker-dealer and an investment adviser registered with the Commission. He passed his series 7 exam in February 2009.
- 2. On December 26, 2013, a judgment was entered by consent against Conradt, permanently enjoining him from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled <u>SEC v. Conradt</u>, Civil Action No. 12 8676-JSR, in the United States District Court for the Southern District of New York.
- 3. The Commission's complaint alleged, among other things, that Conradt's roommate misappropriated material nonpublic information about International Business Machines Corporation's 2009 acquisition of SPSS Inc., illegally traded, and tipped that information to Conradt. The Commission further alleged that Conradt used that information to illegally trade and tipped the information to others who traded, and that the illegal trading resulted in ill-gotten gains exceeding \$1 million. The Commission alleged that, by knowingly or recklessly engaging in the conduct described in the complaint, Conradt violated Section 10(b) of the Exchange Act, and Rule 10b-5 thereunder.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondent Conradt's Offer.

Accordingly, it is hereby ORDERED pursuant to Rule 102(e)(3)(i) of the Commission's Rules of Practice, effective immediately, that Conradt is suspended from appearing or practicing before the Commission as an attorney.

By the Commission.

Elizabeth M. Murphy Secretary